

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
LEHMAN BROTHERS HOLDINGS INC., et al., : Case No. 08-13555 (JMP)
Debtors. : (Jointly Administered)
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**VERIFIED STATEMENT OF CLEARY GOTTlieb STEEN & HAMILTON LLP
PURSUANT TO BANKRUPTCY RULE 2019(a)**

Cleary Gottlieb Steen & Hamilton LLP (“Cleary Gottlieb”), as attorneys for the entities listed on Exhibit A hereto (collectively, the “Entities”), in connection with the above captioned chapter 11 cases of Lehman Brothers Holdings Inc. and related subsidiaries and affiliates (collectively, the “Debtors”), makes the following statement pursuant to Rule 2019(a) of the Federal Rules of Bankruptcy Procedure.

1. Cleary Gottlieb is counsel to the Entities in the above captioned cases. The address for Cleary Gottlieb for purposes of this statement is One Liberty Plaza, New York, NY 10006.

2. The mailing address for each of the Entities is listed on Exhibit A hereto.

3. Each of the Entities may hold claims against and/or interests in the Debtors arising out of applicable agreements, law or equity pursuant to their relationship with the Debtors.

4. The specific nature and amounts of the claims held by the Entities will be set forth in proofs of claims filed against the Debtors’ estates.

5. The following are the facts and circumstances in connection with Cleary Gottlieb’s employment in these cases. Cleary Gottlieb represented each of the Entities or their

affiliates prior to the Debtors' chapter 11 cases. Each of the Entities separately requested that Cleary Gottlieb represent them in connection with the Debtors' chapter 11 cases. Cleary Gottlieb also represents the Entities on matters unrelated to the cases.

6. The Entities may hold claims against and/or interests in the Debtors' estates in addition to those disclosed herein that do not fall within the scope of Cleary Gottlieb's representation of such entities.

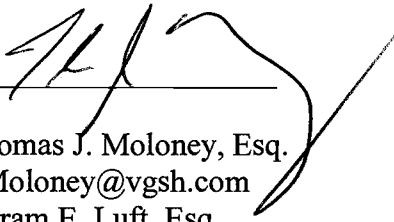
7. Cleary Gottlieb also represents or advises, or may have represented or advised other parties in interest with respect to the cases that have not been included in the Statement because the parties that Cleary Gottlieb represents do not currently intend to appear in the cases or such representations have been concluded. These parties in interest include commercial and investment banks, private equity and hedge funds, and other financial institutions, exchanges, and clearing organizations that are parties to various agreements with the Debtors.

8. Cleary Gottlieb has provided legal advice to certain of the Debtors in the past but none of the Debtors is a current client. With respect to such services, Cleary Gottlieb has prepetition claims against certain of the Debtors.

9. Cleary Gottlieb will supplement this Statement as necessary.

Dated: October 15, 2008

CLEARY GOTTlieb STEEN & HAMILTON LLP

By: 

Thomas J. Moloney, Esq.

TMoloney@vgsh.com

Avram E. Luft, Esq.

ALuft@cgsh.com

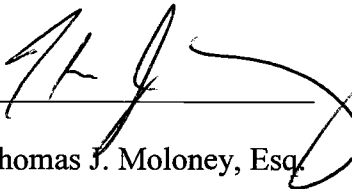
One Liberty Plaza

New York, NY 10006

Telephone: (212) 225-2000

Facsimile: (212) 225-3999

I, Thomas J. Moloney, declare under penalty of perjury, pursuant to
28 U.S.C. § 1746, that the facts set forth in the foregoing Statement are true and correct to the
best of my knowledge, information and belief.

By: 
Thomas J. Moloney, Esq.

Executed this 15th day of October, 2008.

EXHIBIT A: LIST OF ENTITIES

Attorneys for:

Barclays Capital Inc.
200 Park Avenue
New York, NY 10166

D. E. Shaw Composite Portfolios, L.L.C. and affiliates
120 West 45th Street
New York, NY 10036

D. E. Shaw Oculus Portfolios, L.L.C. and affiliates
120 West 45th Street
New York, NY 10036